



State of Utah

DEPARTMENT OF COMMERCE

Division of Corporations & Commercial Code

Information on Filing Articles of Organization for a Limited Liability Company

This guide-sheet is not intended to substitute nor replace the advice of an attorney. We strongly encourage you to consult with an attorney. This guide-sheet is intended to provide you with information about filing Articles of Organization for a Limited Liability Company. A Limited Liability Company (“the company”) is formed in Utah by filing “Articles of Organization” with the Division of Corporations and Commercial Code, including a processing fee of \$50.00. While forms are not furnished for this purpose, the following information may be helpful to you.

1. The articles of organization of a limited liability company shall set forth (U.C.A. Sect. 48-2b-116):

- a. The name of the Limited Liability Company (must contain the words “Limited Liability Company,” “Limited Company,” “L.C.” or “L.L.C.”).
- b. The period of its duration which shall not exceed 99 years from the date of filing with the division.
- c. The business purpose or purposes for which the Limited Liability Company is organized.
- d. The street address of its registered office in the State of Utah.
- e. The name and signature of its initial registered agent at that address; the agent shall be person residing or authorized to do business in this state.
- f. If the Limited Liability Company is to be managed by a manager or managers, a statement that the company is to be managed in that fashion and the names and street addresses of the managers who are to serve until the first meeting of members or until their successors are elected.
- g. If the management of the Limited Liability Company is reserved to the members, the names and street addresses of the members need to be provided. The Limited Liability Company shall at all times have at least **one (1)** member.
- h. Any other provision, not inconsistent with law, that the members choose to include the Articles of Organization for the regulation of the internal affairs of the Limited Liability Company, including any provision that is required or permitted to be included in the operating agreement of the Limited Liability Company under this chapter.
- i. The articles of organization shall be signed by at least **one (1)** manager or, if the Limited Liability Company is managed by its members, by at least **one (1)** member (**U.C.A. Section 48-2b-134**).

2. When filing articles of organization, you must submit the following:

- a. **One (1)** executed original of the Articles of Organization and **one (1)** copy of the original containing all of the information listed above.
- b. The processing fee of \$50.00 payable to the State of Utah. (An expedited fee of \$75.00 is available.)

3. Where to file: You may file in person, by mail, or fax. Means of payment are, cash, check, or money order made payable to the “State of Utah”. **However, if you are faxing you must include the number of a Visa or MasterCard with the date of expiration.**

FREE! You may visit our Web Site for this document and to access other information.

Mail in: Box 146705
Salt Lake City, Utah 84114-6705
Walk in: 160 East 300 South, Main Floor
Corporation’s Information Center: (801) 530-4849
Toll Free Number: (877) 526-3994 (Utah Residents)
Fax: (801) 530-6438
Web site: <http://www.commerce.state.ut.us>



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